

CITY AND COUNTY OF SAN FRANCISCO

Original

CONTRACT ORDER

Change - Increase

CONTRACT WITH:

- Decrease

West Field Consultants JV

Other Change

425 Market Street, 17th Floor

SAN FRANCISCO, CA 94133

	Department: 27 Airport Commission		Controller No.: 0000823651 Done 0000903091
	Department Contact: Samuel Chui		Tel. No: (650) 821-5440
	PS CONTRACT ID: 1000032634		Date: 5/05/2025 Page <u>1</u> of <u>1</u>
*	Category Codes 91200	Supplier No. 0000054420	Contract No CT11984.41
	Period Covered: 5/2/2024 – 6/30/2025		Amount: \$ 0.00

FOR THE PURPOSE OF: INCREASE CONTRACT AWARD FROM \$3,000,000 TO \$13,000,000; UPDATE CONTRACT PERIOD & PERIOD COVERED FROM 5/2/2024 – 5/2/2025 TO 5/2/2024 - 6/30/2025 FOR CT11984.41 – PMSS FOR THE CARGO BUILDING 720.1 AND GSE BUILDING 742 PROJECT.

TO PROVIDE PROJECT MANAGEMENT SUPPORT SERVICES (PMSS) FOR THE CARGO BUILDING 720.1 AND GSE BUILDING 742 PROJECT IN A NOT-TO-EXCEED CONTRACT AMOUNT OF \$13,000,000.

PSC FORM 1: #46560-22/23; 09/01/2023-08/31/2028; AMOUNT: \$1,500,000,000
PSC FORM 2: \$13,000,000

PREVIOUS ENCUMBRANCE: \$ 101,000.00 (PO 0000823651) FR5202, 5479
PREVIOUS ENCUMBRANCE: \$ 400,000.00 (PO 0000823651) FR5611
PREVIOUS ENCUMBRANCE: \$ 500,000.00 (PO 0000823651) FR5763
PREVIOUS ENCUMBRANCE: \$ 1,050,000.00 (PO 0000903091) FR5941
THIS ENCUMBRANCE \$ 0.00 (PO 0000903091) MOD2

TOTAL ENCUMBRANCE \$ 2,051,000.00

CONTRACT PERIOD: 5/2/2024 NTP – 6/30/2025

CONTRACT AWARD: \$3,000,000 FOR THE FIRST YEAR OF SERVICE PER COMMISSION RESOLUTION NO. 24-0017.
\$13,000,000 AND TO EXTEND THE CONTRACT FOR AN ADDITIONAL FOUR YEARS OF SERVICES PER COMMISSION RESOLUTION NO. 24-0265.

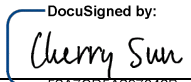
Insurance Required	WSP		AGS	
	Amount	Expiration Date	Amount	Expiration Date
Worker's Comp.	\$2,000,000	05/01/25	\$1,000,000	7/1/25
Comp. Gen. Liab.	\$3,500,000	05/01/25	\$1,000,000	10/10/25
Automobile	\$5,000,000	05/01/25	\$1,000,000	10/10/25
Excess/Umbrella			\$2,000,000	10/10/25
Professional Liab.	\$2,000,000	10/31/25	\$2,000,000	10/10/25

MAIL INVOICE TO:

SAMUEL CHUI – PLANNING, DESIGN & CONSTRUCTION

San Francisco Airport Commission
P.O. Box 8097
San Francisco, CA 94128

RECOMMENDED AND APPROVED

MIKE NAKOR NKHET Airport Director		Chief Administrative Officer, Board of Supervisor		Materials, Supplies & Services Purchaser Real Property Leases & Rents Director of Property		Certification Date 5/6/2025	
By: 		DocuSigned by: Cherry Sun					

Ln. No.	Document	Amount	Chartfield					
	Number		Account	Fund	Dept	Authority	Project	Activity

DS
SCInitial
CLDS
JM

**City and County of San Francisco
Airport Commission
P.O. Box 8097
San Francisco, California 94128**

Modification No. 2

This Modification is made this 1st day of April 2025 in the City and County of San Francisco, State of California, by and between: West Field Consultants, a Joint Venture, a joint venture between WSP USA Inc., and AGS, Inc., 425 Market Street, 17th Floor, San Francisco, CA 94105 (the “Contractor”) and the City and County of San Francisco, a municipal corporation (the “City”), acting by and through its Airport Commission (the “Commission”).

Recitals

- A. City and Contractor entered into the Agreement for the San Francisco International Airport (the “Airport” or “SFO”) for Project Management Support Services for the Cargo Building 720.1 and GSE Building 742 Project; and
- B. The Commission is authorized to enter into all contracts which relate to matters under its jurisdiction; and
- C. On February 6, 2024, by Resolution No. 24-0017, the Commission awarded this Agreement to the Contractor for a term of one (1) year with a not-to-exceed amount of \$3,000,000 and four one-year options to extend the term; and
- D. On October 1, 2024, City and Contractor administratively modified the Agreement to update standard contractual clauses and update overhead rates through Modification No. 1; and
- E. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to increase the contract amount, extend the term of the Agreement, and direct the Commission Secretary to seek Board of Supervisors approval; and
- F. On December 17, 2024, by Resolution No. 24-0265, the Commission approved Modification No. 2, increasing the contract amount by \$10,000,000 for a new total contract amount not to exceed \$13,000,000, exercising each of the four one-year options to extend the term of the Agreement for services for four additional years, and directing the Commission Secretary to seek Board of Supervisors approval of Modification No. 2; and
- G. On March 14, 2025, by Resolution No. 097-25, the Board of Supervisors approved this Modification No. 2 under San Francisco Charter Section 9.118(b), authorizing an increase to the contract amount of \$10,000,000 for a new total not-to-exceed amount of \$13,000,000; and
- H. Approval for this Agreement was obtained when the Civil Service Commission approved PSC No. 46560 -22/23 on July 17, 2023; and
- I. Contractor represents and warrants that it is qualified to perform the services required by the City under this Agreement.

NOW, THEREFORE, Contractor and the City agree as follows:

1. **Article 1.1 Agreement** is replaced as follows:

1.1 “Agreement” means the contract document dated April 11, 2024, and Modification No.1 dated October 1, 2024, including all attached appendices and all applicable City ordinances and “Mandatory City Requirements,” which are specifically incorporated by reference into the Agreement.

2. **Article 2.1 Term** is hereby amended to indicate that the term commenced on **May 2, 2024**, and will expire on **May 1, 2029**, unless earlier terminated as otherwise provided in this Agreement.

3. **Article 3. Financial Matters, 3.3. Compensation, Section 3.3.1 Calculation of Charges** is hereby amended to increase the total compensation payable by Ten Million Dollars (**\$10,000,000**) for a new total not-to-exceed amount of Thirteen Million Dollars (**\$13,000,000**).

4. **Paragraph 3.1 of Appendix B, Calculation of Charges**, is replaced in its entirety with the following:

3.1 Direct Labor Rates and Direct Labor Rate Adjustments

- a. Salaried personnel shall be paid a maximum of 40 hours per week with no overtime. Salaried personnel assigned to multiple projects shall be paid on a pro-rata share of a 40-hour week. Contractor shall provide copies of signed timecards or other verifiable time records showing all assigned projects and the shared calculation.
- b. The approved direct labor rate ranges stated in Paragraph 3.5 below shall be in effect for the duration of the Agreement unless modified at the Airport’s sole discretion. Any changes to the direct labor rate ranges must be approved by the Airport and included in a written modification to the Agreement.
- c. Contractor shall request direct labor rate adjustments in accordance with the following procedures:
 - i. At the written request of Contractor, the Airport may approve an adjustment to the direct labor rates for individual staff who have been actively providing services under the Agreement for a minimum of one (1) year.
 - ii. If approved by the Airport, the annual rate adjustment will be based on the December increase in the Consumer Price Index (CPI) for the preceding twelve (12) months for the San Francisco Bay Area as published by the U.S. Department of Labor, Bureau of Labor Statistics, under the title of: “All Urban Consumers – San Francisco-Oakland-Hayward, California.” This December-based CPI will be used for optional annual rate adjustments for the entire calendar year.
 - iii. The Airport will analyze requests for rate adjustments to determine if the requested adjustment(s) will cause any individual staff direct labor rates to exceed the approved direct labor rate range for their respective classification. Should any of the new rate(s) exceed the approved direct labor rate range(s), and if the rate adjustment is approved by the Airport, the Airport will modify the Agreement. These new rates will be effective upon certification of the contract modification.

iv. If all new rates fall within the approved direct labor rate ranges, the new rates will be effective upon receipt of written approval from the Airport Project Manager.

d. No other adjustments will be allowed unless the adjustment is made to meet the requirements of prevailing or minimum wage legislative mandates.

5. **Appendix B, Calculation of Charges, 3. Labor Rates and Fees, 3.2 Overhead Rates** is hereby deleted in its entirety and replaced with **Appendix B, Calculation of Charges, 3.2 Overhead Rates** are as follows:

CONTRACTOR	HOME OFFICE OVERHEAD RATE	FIELD OFFICE OVERHEAD RATE
West Field Consultants, a JV:		
WSP USA, Inc.	140.03%	104.23%
AGS, Inc.	160%	145%

APPROVED FIRST-TIER SUBCONTRACTORS	HOME OFFICE OVERHEAD RATE	FIELD OFFICE OVERHEAD RATE
Chaves & Associates	N/A	145%
Edgar Lopez and Associates, LLC	160%	145%
John Imhoff Architects	160%	145%
LDA Architects, Inc.	139.79%	139.79%
M Lee Corporation	128.80%	128.80%
OrgMetrics LLC	N/A	N/A
RES Engineers, Inc.	N/A	145%
Empowered Solutions LLC, DBA Veregy LLC	160%	145%

6. **Effective Date.** Each of the changes set forth in this Modification shall be effective on and after the date of this Modification.

7. **Legal Effect.** Except as expressly changed by this Modification, all of the terms and conditions of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the day first mentioned above.

<p>CITY AIRPORT COMMISSION CITY AND COUNTY OF SAN FRANCISCO</p> <p>DocuSigned by: <i>Mike Nakornkhet</i> 4/21/2025 By: <u>E7216F51AE8F4BE...</u> Mike Nakornkhet, Airport Director</p> <p>Attest:</p> <p>DocuSigned by: <i>Kantrice Ogletree</i> By: <u>85B9720881A341D...</u> Kantrice Ogletree, Secretary Airport Commission</p> <p>Resolution No: 24-0265</p> <p>Adopted on: December 17, 2024</p> <p>Approved as to Form:</p> <p>David Chiu City Attorney</p> <p>DocuSigned by: <i>Daniel Edington</i> By: <u>FAC8E38F96494BE...</u> Daniel A. Edington, Deputy City Attorney</p>	<p>CONTRACTOR</p> <p>Signed by: <i>Bart Littell</i> <u>8DE9810282C4468...</u> Authorized Signature</p> <p>Bart Littell, Senior Vice President West Field Consultants, a JV 425 Market Street, 17th Floor San Francisco, CA 94105 925-765-3225</p> <p>City Supplier Number: 0000054420 Federal Employer ID Number: 93-4566000</p>
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From: [Daniel Tsang \(AIR\)](#)
To: [Board of Supervisors \(BOS\)](#)
Cc: [Dyanna Volek \(AIR\)](#)
Subject: Executed Modification - File 250082
Date: Tuesday, June 10, 2025 10:10:57 AM
Attachments: [Ct. 11984.41 Certified Mod 02.pdf](#)

Good morning,

Please find attached the executed lease for File [250082](#).

Airport Professional Services Agreement - West Field Consultants - Project Management
Support Services

Thank you,
Daniel



Daniel Tsang (he/him/his)

Government & Policy Assistant | Government Affairs

San Francisco International Airport | P.O. Box 8097 | San Francisco, CA 94128

Office: 650.821.4006 | flysf.com

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